

**IN THE UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

IN RE: LIBOR-BASED FINANCIAL INSTRUMENTS ANTITRUST LITIGATION	MDL No. 2262 (NRB) (THK)
THIS DOCUMENT RELATES TO:	Master File No. 1:11-md-2262-NRB ECF Case
MAYOR AND CITY COUNCIL OF BALTIMORE, <i>et al.</i> , Plaintiffs, v. CREDIT SUISSE GROUP AG, <i>et al.</i> , Defendants.	<b>ORAL ARGUMENT REQUESTED</b>  No. 11-cv-5450
EXCHANGE-BASED PLAINTIFF ACTION	No. 11-cv-2613
GELBOIM, <i>et al.</i> , Plaintiffs, v. CREDIT SUISSE GROUP AG, <i>et al.</i> , Defendants.	No. 12-cv-1026
SCHWAB MONEY MARKET FUND, <i>et al.</i> , Plaintiffs, v. BANK OF AMERICA CORPORATION, <i>et al.</i> , Defendants.	No. 11-cv-6412
CHARLES SCHWAB BANK, N.A., <i>et al.</i> , Plaintiffs, v. BANK OF AMERICA CORPORATION, <i>et al.</i> , Defendants.	No. 11-cv-6411
SCHWAB SHORT-TERM BOND MARKET FUND, <i>et al.</i> , Plaintiffs, v. BANK OF AMERICA CORPORATION, <i>et al.</i> , Defendants.	No. 11-cv-6409

**DECLARATION OF HILARY K. SCHERRER**

I, Hilary K. Scherrer, Esquire, declare as follows:

1. I am a partner in the law firm of Hausfeld LLP. The Court has appointed Hausfeld LLP as one of two Interim Co-Lead Counsel for the Over-the-Counter Plaintiffs in this case. I am submitting this Declaration in support of Plaintiffs' Joint Memorandum of Law in Opposition to Defendants' Motion to Dismiss Plaintiffs Antitrust Claims. I have personal knowledge of the information set forth in this Declaration.

2. Attached hereto as Exhibit 1 is a true and correct copy of the August 7, 2012 Robert Wise letter to the Court in the above-captioned matter.

3. Attached hereto as Exhibit 2 is a true and correct copy of the transcript from the August 8, 2012 hearing in the above-captioned matter.

4. Attached hereto as Exhibit 3 is a true and correct copy of: (i) the non-prosecution agreement dated June 26, 2012 (the "DOJ Non-Prosecution Agreement"), between and among the United States Department of Justice (the "DOJ") and Barclays Bank Plc and its parent, subsidiaries and affiliates (collectively, "Barclays"); and (ii) Appendix A to the DOJ Non-Prosecution Agreement, containing the Statement of Facts (the "DOJ SOF").

5. Attached hereto as Exhibit 4 is a true and correct copy of the June 27, 2012 Order Instituting Proceedings Pursuant to Sections 6(c) and 6(d) of the Commodity Exchange Act, As Amended, Making Findings and Imposing Remedial Sanctions issued by the Commodity Futures Trading Commission, relating to *In the Matter of: Barclays PLC, Barclays Bank PLC and Barclays Capital Inc.*

6. Attached hereto as Exhibit 5 is a true and correct copy of the June 27, 2012 Final Notice issued by the Financial Services Authority.

7. Attached hereto as Exhibit 6 is a true and correct copy of the U.S. Department of Justice Antitrust Division's Corporate Leniency Policy.

8. Attached hereto as Exhibit 7 is a true and correct copy of a transcript of the telephone conference between Barclays and Federal Reserve Bank of New York "NY Fed"), dated Oct. 24, 2008, produced by the NY Fed to Congress on or about July 13, 2012.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 28, 2012  
Washington DC

  
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Hilary K. Scherrer